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13 Proposed Attorneys for
14 The Roman Catholic Archbishop of San Francisco

15 UNITED STATES BANKRUPTCY COURT
16 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION
17

18 In re:
19 THE ROMAN CATHOLIC ARCHBISHOP OF
SAN FRANCISCO,
20
21 Debtor and
Debtor in Possession.

Case No. 23-30564

Chapter 11

**DECLARATION OF PAULA F.
CARNEY IN SUPPORT OF
APPLICATION TO EMPLOY
FELDERSTEIN FITZGERALD
WILLOUGHBY PASCUZZI & RIOS
LLP AS BANKRUPTCY COUNSEL**

[No Hearing Required]

26 I, Paula F. Carney, declare:

27 1. I am an attorney duly licensed to practice law in the State of California and since
28 2013 have been General Counsel to The Roman Catholic Archbishop of San Francisco, the Debtor

1 and Debtor in Possession herein (“RCASF” or “Debtor”). If called as a witness, I would and could
2 testify competently to the matters stated herein.

3 2. This declaration is submitted in support of the Debtor’s Application to Employ
4 Felderstein Fitzgerald Willoughby Pascuzzi & Rios LLP (“FFWPR”) as its bankruptcy counsel
5 (the “Application”). As General Counsel, I am one of the Debtor’s responsible individuals for
6 supervising outside counsel and monitoring and controlling legal costs.

7 3. I am informed and believe, based on communications and representations by
8 FFWPR including the Declaration of Paul Pascuzzi filed in support of the Application, that
9 FFWPR’s billing rates and material terms for the engagement are comparable to FFWPR’s billing
10 rates and terms for other non-bankruptcy engagements and to the billing rates and terms of other
11 comparably skilled professionals.

12 4. The RCASF did not interview other firms prior to selecting FFWPR as its primary
13 bankruptcy co-counsel. FFWPR had been representing the RCASF since prior to the decision to
14 file chapter 11, such that its knowledge of the RCASF operations and situation are significant.
15 FFWPR has substantial experience in diocesan cases and was already representing at least one
16 other diocese in similarly situated situations. Further, FFWPR also was counsel to the Roman
17 Catholic Bishop of Stockton in its chapter 11 case in 2014, which resulted in a successful exit from
18 bankruptcy pursuant to a confirmed plan in 2017. Thus, the RCASF was comfortable with the
19 experience, skill and qualifications of FFWPR.

20 5. In the normal course of my role as General Counsel, I review and approve the
21 billings of outside counsel. Others at the RCASF may also assist or join in that review. If I have
22 issues with the reasonableness or necessity of any charges or services, I raise them with counsel,
23 discuss them and typically reach a reasonable resolution. The RCASF plans to use similar
24 procedures in this case.

25 6. In addition, we have reviewed and discussed the need for co-counsel as primary
26 bankruptcy counsel. We understand that FFWPR is a small boutique firm focused on insolvency
27 and commercial litigation, and currently is representing at least one other diocese in its chapter 11
28 case. The substantial size and complexity of this Bankruptcy Case will necessitate the involvement

1 of a full-service law firm with the depth and experience of Sheppard, Mullin, Richter, & Hampton
2 LLP ("SMRH") to provide additional services to RCASF that are not duplicative of services that
3 FFWPR will provide. Rather than resulting in any extra expense to the Debtor's estate, it is
4 anticipated that the efficient coordination of efforts of the Debtor's attorneys and other
5 professionals will greatly add to the progress and effective administration of the Bankruptcy Case.

6 7. I am informed and believe that FFWPR and the other professionals employed in
7 this case will monitor and coordinate with the other professionals to ensure a clear delineation of
8 each firm's respective roles to prevent unnecessary duplication of services and ensure the
9 Bankruptcy Case is administered in the most efficient fashion possible. Rather than resulting in
10 any extra or unnecessary expense to the Debtor's estate, it is anticipated that the efficient
11 coordination of efforts of the Debtor's attorneys and other professionals will greatly add to the
12 progress and effective administration of the Bankruptcy Case.

13 I declare under penalty of perjury under the laws of the United States of America that the
14 foregoing is true and correct. Executed on September 19, 2023, at San Francisco, California.

15 /s/ Paula F. Carney

16 PAULA F. CARNEY